

Exhibit H



GRANTED

EFiled: Apr 17 2020 01:39PM EDT
Transaction ID 65584735
~~Case No. 2019-1004-AGB~~



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

STEVEN E. SCHWARTZ,

Plaintiff,

v.

COGNIZANT TECHNOLOGY
SOLUTIONS CORPORATION,
a Delaware Corporation,

Defendant.

C.A. No. 2019-1004-AGB

ORDER IMPLEMENTING PARTIAL SUMMARY JUDGMENT

WHEREAS, on December 16, 2019, Plaintiff Steven E. Schwartz (“Plaintiff”) filed a Verified Complaint for Advancement seeking to enforce his advancement rights pursuant to (i) a June 4, 2013 Indemnification Agreement between the Cognizant Technology Solutions Corporation (“Cognizant” or the “Company”) and Plaintiff (the “Indemnification Agreement”) and (ii) the Amended and Restated By-laws of the Company (the “By-laws”) in connection with certain investigations being conducted by the United States Department of Justice and the United States Attorney’s Office for the District of New Jersey and the Securities and Exchange Commission relating to the Foreign Corrupt Practices Act (“FCPA”) and the subsequent indictment of Mr. Schwartz in *United States of America v. Gordon J. Coburn & Steven Schwartz*, Crim. No. 19-120 (D. N.J.) (the “Criminal Action”), *Securities and Exchange Commission v. Gordon J. Coburn*

WHEREAS, Plaintiff's Motion for Summary Judgment was argued on February 19, 2020;

WHEREAS, the Court requested two rounds of supplemental briefing following the hearing;

WHEREAS, on April 7, 2020, the Court granted in part Plaintiff's Motion for Summary Judgment in a bench ruling (the "Summary Judgment Ruling");

WHEREAS, the parties have conferred and agreed to submit the below form of order implementing the Court's Summary Judgment Ruling;

IT IS HEREBY ORDERED this _____ day of April 2020, that:

1. Plaintiff's Motion for Summary Judgment on Count I (Advancement) of Plaintiff's Verified Complaint for Advancement is granted in part and denied in part.

- a. Subject to the reservation of rights identified in subpart 1(c) below, within ten (10) business days of the date of this Order, Cognizant shall advance all fees and expenses reflected on the Disputed Invoices for the Proceedings totaling \$2,892,311.01 less the \$245,195.00, identified in subpart 1(b) below, plus pre-judgement interest in the amount of \$43,100.04 as of April 16, 2020. Post-judgment interests shall run at the statutory rate (\$380.75 per day).

- b. Plaintiff's Motion for Summary Judgment on Count I is denied as to invoiced amounts submitted by Bohrer PLLC for contract attorneys included in the Disputed Invoices. For avoidance of doubt, the invoiced amounts reflected on the Disputed Invoices for contract attorneys total \$245,195 of the Disputed Invoices. Plaintiff's right to advancement of such invoiced amounts shall be determined at trial.
- c. Nothing in this order shall affect Cognizant's right to discovery with respect to the issues for trial.

2. Plaintiff's Motion for Summary Judgment on Count II (Declaratory Judgment) of Plaintiff's Verified Complaint for Advancement is granted in part and denied in part.

- a. All fees and expenses for the Criminal Action and the SEC Action certified by affidavit of Plaintiff's counsel as being reasonable shall be presumed conclusively to be reasonable for purposes of advancement.
- b. Within ten (10) business days of the date of this Order, Cognizant shall advance all fees reflected on the Bohrer firm's January and February invoices for the Criminal Action and the SEC Action pursuant to the terms of the Indemnification

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Andre G Bouchard

File & Serve

Transaction ID: 65584364

Current Date: Apr 17, 2020

Case Number: 2019-1004-AGB

Case Name: CONF ORDER Steven E. Schwartz v. Cognizant Technology Solutions Corporation

Court Authorizer: Bouchard, Andre G

/s/ Judge Bouchard, Andre G